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1910 - 1999  
CHARLES R. ISENBERG  
1921 - 2002

March 23, 2006

RECEIVED

MAR 24 2006

PUBLIC SERVICE  
COMMISSION

Ms. Beth A. O'Donnell  
Public Service Commission  
211 Sower Blvd.  
P. O. Box 615  
Frankfort, KY 40602-0615

**Re: Case No. 2005-00534  
Kentucky Alltel, Inc. and Alltel Kentucky, Inc.'s Intent to Transfer Assets to  
Valor Communications Group, Inc.**

Dear Ms. O'Donnell:

Please find enclosed for filing an original and 10 copies of the Motion of International Brotherhood of Electrical Workers for Full Intervenor Status.

If you have any questions, please don't hesitate to contact me.

Respectfully,



Don Meade

DM/sks

cc: Parties of Record

COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

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MAR 24 2006

PUBLIC SERVICE  
COMMISSION

In the Matter of:

KENTUCKY ALLTEL, INC., AND ALLTEL )  
KENTUCKY, INC.'S INTENT TO TRANSFER ) CASE NO. 2005-00534  
ASSETS TO VALOR COMMUNICATIONS )  
GROUP, INC. )

**MOTION OF**  
**INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS**  
**FOR FULL INTERVENOR STATUS**

Comes the Union, International Brotherhood of Electrical Workers (IBEW), and moves for full intervenor status in this action pursuant to 807 KAR 5:001(8). As grounds for the motion, IBEW states as follows:

1. IBEW is the authorized collective bargaining representative for more than 500 employees of various subsidiaries of Alltel Corporation (Alltel Corp.), including approximately 130 employees of Alltel Kentucky, Inc. (Alltel KY). IBEW also represents approximately 6391 employees who are consumers in Kentucky.

2. Many of IBEW's members who are employees of Alltel KY are also customers of Alltel KY.

3. This proceeding concerns a proposed spin-off of Alltel KY and Alltel Corp.'s other local exchange carrier subsidiaries from Alltel Corp into a new company that is currently known as Alltel Holding Corp (Holdco). Immediately following the spin-off, Holdco will be merged into Valor. Thus, at the conclusion of these transactions, Alltel KY will be wholly owned by Valor.

4. IBEW desires to participate in this proceeding to ensure that the interests of its members, as employees and customers of Alltel KY, are fully protected and represented in this matter.

5. No other party to this proceeding represents the interests of IBEW and its members.

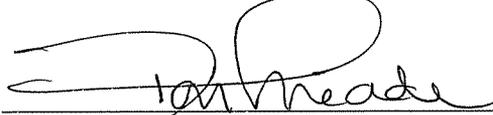
6. The IBEW has a particular interest in the impact of the transaction on its employees of Alltel KY, including any changes in employment levels, pension or other post-retirement benefits (and the assets necessary to insure the provision of those benefits), and other potential employment related impact. Some of IBEW's Alltel KY employees are former Verizon employees. As a result of the combination of Verizon and Alltel, there are now two separate pension plans covering the same employees. In the current business environment where employee pensions are in jeopardy, due to underfunding, bankruptcy and other corporate contingencies, IBEW seeks to safeguard the interests of its employees by insuring that the transaction is in the public interest of Kentucky consumers by being financially viable for all stake holders, including its employees.

7. IBEW recognizes that its motion to intervene exceeds the 30 days provided for in 807 KAR 5:001(a). As grounds for permitting the application, IBEW states that the Company's filing was not completed until testimony was submitted on February 16. The procedural schedule did not issue until March 2. The procedural schedule did not provide notice of 30 days for filing intervention, as often accompanies PSC cases. Further, the IBEW represents that permitting its intervention will result in no delay, complication or prejudice to the parties. The IBEW will not seek to modify or expand the existing procedural schedule. It will not propound initial data requests nor supplemental data requests. It may elect to provide expert testimony in the proceedings, based upon information available in the record. It would agree to the covenants of the existing protective order in order to secure access to the confidential information.

IBEW respectfully moves the PSC to grant it full intervenor status.

Respectfully submitted,

PRIDDY, CUTLER, MILLER & MEADE



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Counsel for:  
International Brotherhood of Electrical Workers

**CERTIFICATE OF SERVICE AND FILING**

I hereby certify that an original and 10 copies of this Motion to Intervene were filed this 23<sup>rd</sup> day of March, 2006, by mailing same to Beth O'Donnell, Executive Director, Public Service Commission, 211 Sower Blvd., Frankfort, KY 40601; and a copy of same served by first class mail, postage prepaid, on the following:

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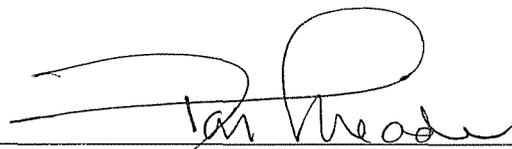
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